

**Todd Kremin**

---

**From:** Matt Samuel [mcs@barronpartners.com]  
**Sent:** Monday, June 05, 2006 1:53 PM  
**To:** Henry Warner  
**Subject:** RE: Biosafe Medical Letter of Intent  
**Follow Up Flag:** Follow up  
**Flag Status:** Red  
**Attachments:** Intrinsic Value Biosafe 6.1.06.xls

Henry,  
I have attached the Barron Intrinsic Value calculation. Feel free to take a look at it, and contact me with any questions.  
Matthew C T Samuel  
Junior Analyst  
Barron Partners LP  
730 Fifth Avenue, 25th Floor  
New York, NY 10019  
tel: 212-359-0205  
fax: 646-607-2223  
[mcs@barronpartners.com](mailto:mcs@barronpartners.com)  
[www.barronpartners.com](http://www.barronpartners.com)

---

**From:** Henry Warner [mailto:hwarnar@ebiosafe.com]  
**Sent:** Monday, June 05, 2006 10:52 AM  
**To:** Matt Samuel  
**Cc:** Robert Trumpy; Andrew B. Worden  
**Subject:** RE: Biosafe Medical Letter of Intent

Matt:

Thanks for the LOL. Before I forward this on to legal and accounting, let me ask 2 quick questions:

1. In talking to Andrew, I understood that Barron's valuation formula uses a 7 multiple applied to a corrected EBITDA. With a \$1.85M EBITDA less \$400,000 in new "public costs" and \$180,000 in recurring capital, I get a corrected EBITDA of \$1.27. This number times 7 gives a cap of approximately \$8.9M. Your proposal appears to be valued at approximately \$5M. Please explain what I have misunderstood.
2. In correcting EBITDA for the public entity, a credit of \$180,000 in "recurring capital expenditures" is listed. Did this come from our numbers? Please explain what this is.

Thanks,

*Hank*

Henry A. Warner  
Chief Executive Officer  
BIOSAFE Medical Technologies, inc.  
847-234-8111

---

**From:** Matt Samuel [mailto:mcs@barronpartners.com]  
**Sent:** Friday, June 02, 2006 1:08 PM  
**To:** Henry Warner  
**Cc:** Robert Trumpy; 'Andrew B. Worden'  
**Subject:** Biosafe Medical Letter of Intent

**Exhibit 13**

4/28/2008

Mr. Warner,

I have attached the Barron Partners letter of Intent for Biosafe Medical Technologies. Please review the terms, and feel free to contact me with any questions. Thank you for your time and we look forward to becoming your financial partner.

Regards,

Matthew C T Samuel  
Junior Analyst  
Barron Partners LP  
730 Fifth Avenue, 25th Floor  
New York, NY 10019  
tel: 212-359-0205  
fax: 646-607-2223  
[mcs@barronpartners.com](mailto:mcs@barronpartners.com)  
[www.barronpartners.com](http://www.barronpartners.com)

The information contained in this communication may be confidential, is intended only for the use of the recipient named above, and may be legally privileged. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, or copying of this communication, or any of its contents, is strictly prohibited. If you have received this communication in error, please re-send this communication to the sender and delete the original message and any copy of it from your computer system. Thank you.

4/28/2008

**Biosafe***Intrinsic Value Calculation*

Business Description: Medical Diagnosis

*(In thousands, except shares and per share figures)*

|   |              |
|---|--------------|
| EBITDA  | 1,850        |
| Additional Costs of Being Public              | 400          |
| CapX  | 180          |
| Net Annualized Cash Flow as a public company: | <u>1,270</u> |

|   |                     |
|---|---------------------|
| Growth Rate Multiple (Organic)            | 7.0 x               |
| <b>Recurring EBITDA x Growth Multiple</b> | <u><b>8,890</b></u> |

|  |         |
|--|---------|
| Debt and Lines of Credit at Closing                      | -       |
| Cash before Barron Money at Closing                      | -       |
| Barron Investment Amount                                 | 2,000   |
| Money out to door on closing for working Cap / inventory | (1,770) |
| Investment banking fee                                   |         |
| Closing Fees   | (230)   |

|                        |                         |
|------------------------|-------------------------|
| <b>Intrinsic Value</b> | <u><b>\$8,890.0</b></u> |
|------------------------|-------------------------|

|                          |        |
|--------------------------|--------|
| Total Shares Outstanding | 10,000 |
|--------------------------|--------|

|                  |               |              |               |        |
|------------------|---------------|--------------|---------------|--------|
| Shell            | 16            | 0.16%        | 16            | 0.12%  |
| Existing owners  | 6,210         | 62.10%       | 6,210         | 45.09% |
| Barron Shares    | 3,774         | 37.74%       | 3,774         | 27.40% |
| Barron Warrants  | -             | 0.00%        | 3,774         | 27.40% |
| Total Shares O/S | <u>10,000</u> |              | <u>13,774</u> |        |
|                  |               | total Barron |               | 54.79% |

|                           |                      |
|---------------------------|----------------------|
| Intrinsic Value Per Share | <u><b>\$0.89</b></u> |
|---------------------------|----------------------|

|                                   |     |
|-----------------------------------|-----|
| Barron Percent of Intrinsic Value | 60% |
|-----------------------------------|-----|

|                                 |                      |
|---------------------------------|----------------------|
| Barron Purchase Price Per Share | <u><b>\$0.53</b></u> |
|---------------------------------|----------------------|

|                        |                         |
|------------------------|-------------------------|
| Barron Intrinsic Value | <u><b>\$5,300.0</b></u> |
|------------------------|-------------------------|

**Warrant A**

|                   |                 |
|-------------------|-----------------|
| Shares            | 1,887           |
| Exercise Price    | 0.80            |
| Dollar to Company | <u>1,500.00</u> |

**Warrant B**

|                   |                 |
|-------------------|-----------------|
| Shares            | 1,887           |
| Exercise Price    | 1.10            |
| Dollar to Company | <u>2,075.47</u> |

**Warrant C**

|                   |          |
|-------------------|----------|
| Shares            | -        |
| Exercise Price    | -        |
| Dollar to Company | <u>-</u> |

\* Run Rate Annualized Seasonally Adjusted EBITDA. Including public Costs.